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**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

IN RE:)	
)	
LEHMAN BROTHERS HOLDINGS, INC.)	Case No. 08-13555-jmp
)	
Debtor.)	Chapter 11
)	
)	

AMENDED MOTION FOR APPOINTMENT OF EQUITY COMMITTEE

COMES NOW, Greg Georgas, an equity-security holder of the above-named debtor, by and through his undersigned attorney, who hereby moves this Honorable Court for the appointment of an Official Committee of Equity-Security Holders, to be comprised of individuals and institutions which own common or preferred stock (but who do not also own any debt of the debtor or claims against the debtor), which the undersigned represents is reasonable and necessary in order to assure adequate representation of equity-security holders and the orderly and proper administration of the estate, for the following reasons:

1.

The Debtor's September 10, 2008 Press Release announced "Preliminary Third Quarter, 2008, Financial Results" which reported that "Total Shareholder's Equity of \$28.4 Billion, Up from \$26.3 Billion." The existence of \$28.4 Billion of Shareholder's Equity justifies the appointment of an Official Committee of Equity Holders.

2.

The Debtor's September 10, 2008 Press Release further reported that, absent Gross Mark-to-Market Adjustments of \$5.3 Billion on Residential Mortgage-Related Positions, the Debtor would have reported \$1.4 Billion in Net Income. The Federal Reserve and U.S. Treasury, with the support of the current administration and Congress, have announced an intention to create a \$700 Billion bailout fund designed to prevent further losses in the Residential Mortgage-Related Markets. The Debtor should be able to participate in this new bailout, thereby providing further indications that the Debtor should be able to return to future profitable operations, thereby servicing all of its debt, thereby clearly leaving value for an equity recovery.

3.

The Debtor's September 10, 2008 Press Release announced Preliminary Third Quarter, 2008, financial results, further indicated that the Debtor had an "Estimated Liquidity Pool of \$42 Billion." At the September 19 hearing, the Debtor indicated that it had little remaining cash. This is a matter which warrants the type of investigation best conducted by an Official Committee of Equity Security Holders.

4.

At the September 19 hearing, the Debtor indicated that there is no indication of any fraud, accounting irregularities, or book-keeping problems with the Debtor or any of its business entities. Therefore, because the Debtor is a financial services company, with reported Shareholder's Equity of \$28.4 Billion, the appointment of an Official Committee of Equity Security Holders is warranted. An Official Creditors Committee can not be expected to protect shareholder's equity.

For all of these reasons, and more to be developed at a hearing of this Motion should the Court find that necessary, the undersigned respectfully requests that the Court order the appointment of an additional Official Committee of Equity-Security Holders by the United States Trustee pursuant to 11 U.S.C. § 1102 (a).

This 22ND day of September, 2008.

Respectfully submitted,

THE WILSON LAW FIRM, P.C.

/s/ L. Matt Wilson

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Admission Pro Hac Vice Pending

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CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of the foregoing document has been served upon the persons listed below via electronic mail on this 22nd day of September, 2008.

/s/ L. Matt Wilson

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